

HOBART LADIES BADMINTON ASSOCIATION INCORPORATED.

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HOBART LADIES BADMINTON ASSOCIATION INCORPORATED.

1. TITLE:

This Club shall be known as the Hobart Ladies Badminton Association Incorporated.

2. OBJECTS AND PURPOSES:

To promote and facilitate social badminton competition between interested ladies as may be desired by its members.

3. MEMBERSHIP:

Ladies shall become members by paying an annual fee. The membership period is based on the Financial Year (1st July-30th June).

The Public Officer can remove a member from the register of members if the annual fee is unpaid either:

- 3 months after the beginning of the financial year, or
- 14 days after the member has received notice in writing, from the Public Officer.

4. COMMITTEE:

Subject to the general powers and control of the Association its affairs shall be managed by a Committee consisting of the President, Vice President, Secretary/Public Officer, Treasurer, Results Secretary and Committee members representing all divisions, who shall be elected at the Annual General Meeting, to be held before 30 September and 14 days after members have received notice, either in writing or electronically. The Committee may appoint assistant office-bearers if required.

5. POWERS OF THE COMMITTEE:

The Committee shall have all the powers necessary to efficiently carry out the objects of the Association.

These powers are subject to review. Any amendments considered necessary must be passed by a majority of members attending any Annual or Special General Meeting of the Association.

6. OFFICERS:

a) All officers shall retire at each Annual General Meeting, but shall be eligible for re-election, and may continue to act until their successors have been elected. The Executive Officers of the HLBA can serve in their relevant positions for a maximum of five (5) consecutive years only.

(A.G.M. 1st July 2015 – registered Corporate Affairs July 2015)

(b) The Officers shall be:-

- (i) A President, who shall be an Ex-Officio member of the Committee and shall if present, preside at all meetings and have both a deliberative and casting vote. The President's decision shall be final on all matters of form and procedure, unless a majority vote of the members present shall disagree with such ruling.
 - (ii) A Vice President, who shall be an Ex-Officio member of the Committee and shall at all times assist the President and in their absence carry out those duties.
 - (iii) A Secretary/Public Officer, who shall be an Ex-Officio member of the Committee and shall keep full and accurate minutes in the books of all the proceedings of the Committee, shall give notice of all meetings and of all propositions to be brought before them and also other notices, subject to the direction of the Committee. Such notices may be delivered electronically. As Public Officer, they are responsible for all communication with the Corporate Affairs Office, as required under the Associations Incorporation Act and Regulations.
 - (iv) A Treasurer, who shall be an Ex-Officio member of the Committee and shall receive all monies of the Association and pay all debts on being fully authorized by the Committee to do so. Shall have custody of the Association cheque books and bank passbooks, and shall produce the same at meetings of the Association. The Association shall have access to electronic banking through the Treasurer. The Treasurer shall keep ~~her~~ the accounts posted so that they can be presented to the Committee at any time and shall render a Balance Sheet to the Auditors for the Annual Audit.
 - (v) A Results Secretary, who shall be an Ex-Officio member of the Committee and shall record and collate results of all games.
- c. In the event of a vacancy occurring in any office, the Committee may appoint one of its members to a vacant office, and the member may continue in office up to and including the conclusion of the next Annual General Meeting ~~next~~.

7 COMMITTEE MEMBERS:

- a. All Divisions should be represented by at least one but not more than four Committee members to be elected for a one year period, with all retiring at each Annual General Meeting. The retiring Committee members shall be eligible for re-election. One Committee member from each day of play shall be responsible for the collection of match fees and the forwarding of these to the Treasurer.
- b. In the event of a vacancy occurring in the office of Committee members, the Committee may appoint a member of the Association to fill the vacancy, and the member so appointed shall hold office until the conclusion of the next Annual General Meeting following the date of their appointment.

8 ELECTION OF OFFICERS AND COMMITTEE MEMBERS:

- a) Nomination of candidates for election as Officers or as Committee members:
 - (i) Shall be made in writing signed by two members of the Association and endorsed by the candidate.
 - (ii) Shall be delivered to the Secretary at least seven days before the date fixed for the next Annual General Meeting.
- b) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- c) In the election of officers, if insufficient nominations are received to fill the vacancies, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held at the Annual General Meeting in such usual and proper manner as the Committee may direct.
- d) In the election of Committee members, if a division has no nominations or more than four nominations, then a ballot for that division should be held at the Annual General Meeting.
- e) At no time shall a Committee Member of any status be allowed to hold more than one position.
- f) Committee members hold office until the end of the next annual general meeting.
- g) Positions not filled at the Annual General Meeting are taken as casual vacancies.

9 MEETINGS OF THE COMMITTEE:

- a) The Committee shall meet at least six times-per calendar year.
- b) Any five members of the Committee constitutes a quorum.
- c) At meetings of the Committee the President, or in her absence the Vice President shall preside.
- d) Each person present at a meeting of the Committee, including the person presiding at the meeting, is entitled to vote and in the event of any question the person presiding may exercise a casting vote.

10 EXECUTIVE COMMITTEE:

- a) An Executive Committee consisting of at least three Ex-Officio officers may make decisions in matters of urgency during the intervals between meetings of the Committee, and such decisions shall be reported to the next meeting of the Committee.
- b) The office of an Executive Committee member of the Association becomes vacant if the Executive Committee member fails (without leave granted by the Committee) to attend 3 consecutive meetings.
(A.G.M. 9th July, 1997 – registered Corporate Affairs 31/7/97).

11 SPECIAL GENERAL MEETINGS

- (1) The committee may convene a special general meeting of the Association at any time.

- (2) The committee, on the requisition in writing of at least 10 members of the Association, is to convene a special general meeting of the Association.
- (3) A requisition for a special general meeting –
 - (a) is to state the objects of the meeting; and
 - (b) is to be signed by each of the requisitionists; and
 - (c) is to be deposited at the office of the Association; and
 - (d) may consist of several documents, each signed by one or more of the requisitionists.
- (4) If the committee does not cause a special general meeting to be held within 21 days after the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within 3 months after the day on which the requisition is deposited at the office of the Association.
- (5) A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.
- (6) All reasonable expenses incurred by requisitionists in convening a special general meeting are to be refunded by the Association.

12 ANNUAL GENERAL MEETINGS:

The Annual General Meeting shall be held before the 30th September. Fourteen days notice at least of the time and place of this meeting shall be placed on notice boards and may also be circulated electronically.

13 BUSINESS OF ANNUAL GENERAL MEETINGS:

- a. Notice convening meeting.
- b. Present.
- c. Apologies.
- d. Read, confirm and deal with the minutes of previous Annual General Meeting and any Special General Meeting Business Arising.
- e. Correspondence, receive incoming, move outgoing.
- f. Atalanta Jamboree Report and Balance Sheet.
- g. Presentation of Annual Report and Balance Sheet of the retiring President and Committee.
- h. Election of President, Vice President, Secretary/Public Officer, Treasurer, Results Secretary, at least one Committee member from each division, but not more than four-
- i. Appointment of Auditors.
- j. Annual membership and Match Fees.
- k. General Business.

The Public Officer must record the Minutes of the Annual General Meeting.

4 AUDITORS:

There shall be one or more duly registered Company Auditors who shall be appointed by the members at each Annual General Meeting.

15 FINANCIAL YEAR:

1st July to 30th June.

16 AMENDMENTS TO CONSTITUTION

- a) No amendments of the Constitution may be made except by a majority of members present at an Annual or Special General Meeting.
- b) The text of any proposed amendments shall be supplied to the Secretary of the Association at least fourteen days before the date of the meeting.

17 AMENDMENTS TO BY-LAWS

No amendments to the By-Laws may be made except by a majority of members present at a Committee meeting, Special General Meeting or Annual General Meeting.

18. QUORUM AT ANNUAL AND SPECIAL GENERAL MEETINGS

Ten financial members shall form a quorum at Annual or subsequent Special General Meetings.

19. SUB-COMMITTEES:

The purpose of any appointed sub-committee would be to oversee designated activities as required.

Positions of the sub-committee shall include a Chairperson/Secretary and/or Treasurer relative to the purpose of the sub-committee. Accurate records are to be kept and reported to the H.L.B.A. Inc. meetings, and must include a written report and financial statement to the A.G.M.

(A.G.M. 13th July 1993 – registered Corporate Affairs 28/4/94)

20. EXPULSION OF MEMBERS

- (1) The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
- (2) The expulsion of a member under subrule (1) does not take effect until whichever of the following occurs later:
 - (a) the fourteenth day after the day on which a notice is served on the member under subrule 1;
 - (b) if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
- (3) If the committee expels a member from the Association, the public officer, without undue delay, is to cause to be served on the member a notice in writing –
 - (a) stating that the committee has expelled the member; and
 - (b) specifying the grounds for the expulsion; and
 - (c) informing the member of the right to appeal against the expulsion under rule 21.

21. APPEAL AGAINST EXPULSION

- (1) A member may appeal against an expulsion under rule 20 by serving on the public officer, within 14 days after the service of a notice under rule 21 (3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.
- (3) The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- (4) At a special general meeting convened for the purpose of hearing an appeal under this rule –
 - (a) no business other than the question of the expulsion is to be transacted; and
 - (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
 - (c) the expelled member must be given an opportunity to be heard; and
 - (d) the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- (5) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion –
 - (a) the expulsion is lifted; and
 - (b) the expelled member is entitled to continue as a member of the Association.
- (6) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion –
 - (a) the expulsion takes effect; and
 - (b) the expelled member ceases to be a member of the Association.

22. DISPUTES

- (1) A dispute between a member of the Association, in his or her capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the Commercial Arbitration Act 2011 .
- (2) This rule does not affect the operation of rule 20.

23 DISSOLUTION OF THE ASSOCIATION:

The Association may only be dissolved by a resolution of three quarters of all Members. In the event of a dissolution, all assets of the Association shall be transferred to the Southern Tasmanian Badminton Association for the specific use of Junior Player Development, in accordance with the Associations Incorporation Act of 1964.

Every Member of the Association who was a Member within a period of twelve months preceding the dissolution is liable to contribute to the assets of the

Association for payment of any debts or liabilities of the Association and for the costs, charges and expenses of the dissolution and for the adjustment of the rights of the contributories among themselves such sum not exceeding one dollar.

A former Member of the Association is not liable to contribute in respect of any debt or liability of the Association contracted after she ceased to become a Member).

(A.G.M. 7th July 2010 – registered Corporate Affairs July 2010)

24. SEAL OF ASSOCIATION

- (1) The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- (2) The seal is not to be affixed to any instrument except by the authority of the committee.
- (3) The affixing of the seal is to be attested by the signatures of –
 - (a) two members of the committee; or
 - (b) one member of the committee and –
 - (i) the public officer; or
 - (ii) any other person the committee may appoint for that purpose.
- (4) If a sealed instrument has been attested under subrule 3 it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the committee.
- (5) The seal is to remain in the custody of the public officer of the Association.

Notified in the *Gazette* on 8 November 2017

25 APPLICATION OF THE MODEL RULES

In relation to matters not otherwise covered, unless expressly excluded the Model Rules provided for in the Association Incorporation (Model Rules) Regulations 1965 Statutory Rule No 164 or 1965 and consequential amendments are deemed to form part of this Constitution.